

**ORIGINAL**

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**FLORIDA PUBLIC SERVICE COMMISSION**

06 OCT 16 PM 2:15

**DIVISION OF COMPETITIVE MARKETS AND ENFORCEMENT**

COMMISSION  
CLERK

**APPLICATION FORM**

for

**AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE  
TELECOMMUNICATIONS COMPANY SERVICE  
WITHIN THE STATE OF FLORIDA**

**Instructions**

- A. This form is used as an application for an original certificate and for approval of sale, assignment or transfer of an existing certificate. In the case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Page 8).
- B. Print or type all responses to each item requested in the application. If an item is not applicable, please explain.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and two (2) copies of this form along with a non-refundable application fee of **\$400.00** to:

**Florida Public Service Commission  
Division of the Commission Clerk and Administrative Services  
2540 Shumard Oak Blvd.  
Tallahassee, Florida 32399-0850  
(850) 413-6770**

- E. A filing fee of **\$400.00** is required for the sale, assignment or transfer of an existing certificate to another company (Chapter 25-24.815, F.A.C.).
- F. If you have questions about completing the form, contact:

**Florida Public Service Commission  
Division of Competitive Markets and Enforcement  
2540 Shumard Oak Blvd.  
Tallahassee, Florida 32399-0850  
(850) 413-6600**

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward deposit information to Records.

Initials of person who forwarded check:

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FPSC-COMMISSION CLERK

1. This is an application for (check one):

**Original certificate** (new company).

**Approval of transfer of existing certificate:** Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority rather than apply for a new certificate.

**Approval of assignment of existing Certificate:** Example, a certificated company purchases an existing company and desires to retain the existing certificate of authority and tariff.

2. Name of company: Phone XP, LLC

3. Name under which applicant will do business (fictitious name, etc.):

Same

4. Official mailing address:

Street/Post Office Box: 1809 North Black Horse Pike, B-3  
City: Williamstown  
State: NJ  
Zip: 08094

5. Florida address:

Street/Post Office Box: 13400 Periwinkle Avenue  
City: Seminole  
State: FL  
Zip: 33776

6. Structure of organization:

- Individual
- Foreign Corporation
- General Partnership
- X Other, LLC

- Corporation
- Foreign Partnership
- Limited Partnership

7. **If individual**, provide:

Name:  
Title:  
Street/Post Office Box:  
City:  
State:  
Zip:  
Telephone No.:  
Fax No.:  
E-Mail Address:  
Website Address:

**formed**

8. **If incorporated in Florida**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: L050000071676
9. **If foreign corporation**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is:
10. **If using fictitious name (d/b/a)**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida. The Florida Secretary of State fictitious name registration number is:
11. **If a limited liability partnership**, please proof of registration to operate in Florida. The Florida Secretary of State registration number is:
12. **If a partnership**, provide name, title and address of all partners and a copy of the partnership agreement.

Name:  
Title:  
Street/Post Office Box:  
City:  
State:  
Zip:  
Telephone No.:  
Fax No.:  
E-Mail Address:  
Website Address:

13. **If a foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable. The Florida registration number is:

8.  
==



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

July 25, 2005

PHONE XP, L.L.C.  
POST OFFICE BOX 281  
CLEARWATER, FL 33757

The Articles of Organization for PHONE XP, L.L.C. were filed on July 20, 2005, and assigned document number L05000071676. Please refer to this number whenever corresponding with this office.

In accordance with section 608.406(2), F.S., the name of this limited liability company is filed with the Department of State for public notice only and is granted without regard to any other name recorded with the Division of Corporations.

This document was electronically received and filed under FAX audit number R05000175157.

A limited liability company annual report/uniform business report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number may be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the limited liability company address changes, it is the responsibility of the limited liability company to notify this office.

Should you have any questions regarding this matter, please contact this office at the address given below.

Lee Rivers  
Document Specialist  
Registration/Foreign Qualification  
Division of Corporations

Letter Number: 005A00047833

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

14. Provide **F.E.I. Number**(if applicable): 20-3557588

15. Who will serve as liaison to the Commission in regard to the following?

(a) The application:

Name: LaVera Blanco  
Title: Director of Regulatory Affairs  
Street name & number: 13400 Periwinkle Avenue  
Post office box:  
City: Seminole  
State: FL  
Zip: 33776  
Telephone No.: 727-394-7096  
Fax No.: 727-399-0978  
E-Mail Address: [lavera@gobroadstar.com](mailto:lavera@gobroadstar.com)  
Website Address:

(b) Official point of contact for the ongoing operations of the company:

Name: Dana Wichert  
Title: Vice President  
Street name & number: 1809 N Black Horse Pike, B-3  
Post office box:  
City: Williamstown  
State: NJ  
Zip: 08094  
Telephone No.: 856-629-4138 x139  
Fax No.: 856-629-1761  
E-Mail Address: [dana@phoneyes.com](mailto:dana@phoneyes.com)  
Website Address:

(c) Complaints/Inquiries from customers:

Name: Dana Wichert  
Title: Director of Provisioning  
Street/Post Office Box: 1809 N. Black Horse Pike, B-3  
City: Williamstown  
State: NJ  
Zip: 08094  
Telephone No.: 856-629-4138 x139  
Fax No.: 856-629-1761  
E-Mail Address: [dana@phoneyes.com](mailto:dana@phoneyes.com)  
Website Address:

16. List the states in which the applicant:

(a) has operated as a Competitive Local Exchange Telecommunications Company.

None

(b) has applications pending to be certificated as a Competitive Local Exchange Telecommunications Company.

None

(c) is certificated to operate as a Competitive Local Exchange Telecommunications Company.

None

(d) has been denied authority to operate as a Competitive Local Exchange Telecommunications Company and the circumstances involved.

None

(e) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

None

(f) has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

None

17. Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(a) adjudged bankrupt, mentally incompetent (and not had his or her competency restored), or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, provide explanation.

None

(b) granted or denied a competitive local exchange certificate in the State of Florida (this includes active and canceled competitive local exchange certificates). If yes, provide explanation and list the certificate holder and certificate number.

No

(c) an officer, director, partner or stockholder in any other Florida certificated or registered telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

None

18. Submit the following:

(a) Managerial capability: resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

(b) Technical capability: resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

(c) Financial Capability: applicant's audited financial statements for the most recent three (3) years. If the applicant does not have audited financial statements, it shall so be stated. Unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer affirming that the financial statements are true and correct and should include:

1. the balance sheet,
2. income statement, and
3. statement of retained earnings.

**Note:** This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.

**THIS PAGE MUST BE COMPLETED AND SIGNED**

**REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee. Regardless of the gross operating revenue of a company, a minimum annual assessment fee, as defined by the Commission, is required.

**RECEIPT AND UNDERSTANDING OF RULES:** I acknowledge receipt and understanding of the Florida Public Service Commission's rules and orders relating to the provisioning of competitive local exchange telecommunications company (CLEC) service in Florida.

**APPLICANT ACKNOWLEDGEMENT:** By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide competitive local exchange telecommunications company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "**Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083.**"

Company Owner or Officer

Print Name: John Godsey  
Title: Senior Vice President  
Telephone No.: 813-477-7138  
E-Mail Address: jbgodsey@hotmail.com

Signature: John Godsey

Date: 10-11-06



**CERTIFICATE SALE, TRANSFER,**  
**OR**  
**ASSIGNMENT STATEMENT**

As current holder of Florida Public Service Commission Certificate Number \_\_\_\_\_, I have reviewed this application and join in the petitioner's request for a

- sale
- transfer
- assignment

of the certificate.

**Company Owner or Officer**

Print Name:  
Title:  
Street/Post Office Box:  
City:  
State:  
Zip:  
Telephone No.:  
Fax No.:  
E-Mail Address:

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

## 18. A. Managerial Capability

Phone XP will be operated under the management and technical skills of PriStar Communications, LLC (formerly Blonder Tongue Telephone, LLC).

### **John Godsey, Senior VP**

John has been working as a consultant for PriStar for the past year and brings with him a wealth of industry and management experience. After graduating from the University of Alabama with a degree in Industrial Management, he was hired by General Motors and quickly became their youngest Zone Manager in General Motors. GM sold the division where John was employed, and he went into business for himself and began operating as an entrepreneur. He has experience as a land developer, owner of convenience stores, oil exploration, owned a restaurant and developed a liquor brand. In 1996, he began a private cable business and enhanced his operational skills by attending numerous continuing education classes relative to cable, satellite technology, and telephone. In his current role, John has been actively involved in financing, sales, installation, administration, and general customer service. The Richmond Group, one of many developers that John has established a relationship with, operates over twenty-five thousand apartment units. They are currently working with John and PriStar on the installation of phone to over one thousand new units to be constructed by October of this year with many more new and existing properties to follow.

### **Greg Fath, CFO / HR**

Greg has held key positions in his 19 year telecom career while working at Verizon Communications and ATX Telecommunications. After graduating from Seton Hall University in 1987 with a Summa Cum Laude with a degree in Finance, he joined Verizon (New Jersey Bell at that time) as an assistant manager in the company's executive development program. Greg performed many functions ranging from project management to team building within various operational departments. After spending four years in Human Resources and completing his MBA, his career focused on Network Operations and Customer Operations where he was responsible for field organizations (directing the efforts of over 150 employees located at 26 separate garage locations) and customer service departments (managing 1.3 million access lines for residential and business customers). In 1999, Greg was recruited by ATX to build their local services group, including the company's entry into UNE (unbundled network elements) services. Within a year, he was named the company's Director of Customer Operations, at which time he was responsible for Field Services, Customer Service, and Provisioning of the company's entire customer base, while closely managing a \$7 million budget. In 2002, Greg joined PriStar as their CFO and is currently overseeing all finances, operational and Human Resources functions. Greg has been very active within the community and has been the head coach for numerous athletic teams for which the company sponsors. He currently serves as the commissioner for the Washington Township basketball program, which includes over 300 teams and 2,400 participants in various leagues.

FORM PSC/CMP-8 (01/06)  
Required by Commission Rule Nos. 25-24.810,  
and 25-24.815

### **Dana Weichert, VP Provisioning and Billing Services**

Dana received a degree in Business from South Hills Business School in State College, PA. She then relocated to Philadelphia and was hired by ATX Telecommunications to begin the development and implementation of resale services and migration of 200 business customers per month to the ATX platform. Once the resale process was well established, ATX made a business decision to move into the dedicated local market. Dana was selected as the point person to once again develop and implement ATX's new Dedicated Local Service. Dana was tasked with building a team and formulating stringent quality controls and associated methods and procedures. Dana surpassed the initial goals and expected revenues throughout her career at ATX. She was recognized as one of the company's top operational performers receiving several awards including Quest for Quality, Highest Quality of Service and Employee of the Year. Having been promoted multiple times, she was recruited by PriStar to lead the operations team as a Director of Provisioning. Dana is credited with building PriStar's telephony back office support group from inception and has continued to play an integral role in PriStar's ability to provide communication services to its subscribers.

### **18. B. Technical Capability**

#### **Douglas Bell, President**

Douglas currently serves as the President and co-owner of PriStar Communications, LLC. Mr. Bell started in the satellite TV industry twenty-five years ago. Together with his two brothers, the family business opened ten stores across Florida and grew to be one of the largest retailers of satellite television to residential subscribers. As the residential market diminished due to the evolution of scrambling technology, Douglas' attentions became redirected towards the commercial arena of Multi Dwelling Units (MDUs). Eventually efforts were concentrated on commercial users and MDUs as well as a particular niche in the Resort RV parks. Over the course of the next five years, over one hundred properties were being serviced with more than twenty thousand subscribers. The company received numerous awards and accolades such as the coveted National Campground Association's "Supplier of The Year Award." Douglas and his brothers started Broadstar to directly compete with incumbents in MDUs. They developed a business model utilizing in-house installation crews and technicians as well as a customer service center answered by trained staff as opposed to answering systems. PriStar now services properties from Pennsylvania to Florida, including numerous prime properties in the Philadelphia region, Comcast's corporate headquarters.

Douglas received degrees in architectural and civil engineering from Northeastern University and has continuing educational credits from the Hartford Graduate Center in project management and marketing. He is actively involved in community service and youth organizations.

18. B. Technical Capability (continued)

**Kashif Khan, IT Manager / Director of Technology**

Kashif serves as PriStar's Information Technology manager. He is a Microsoft Certified Network Engineer (MCSE) and currently working on his certification as a Cisco Certified Network Administrator (CCNA). After graduating from Temple University with a degree in business and computer science, he worked for Proscap Technologies developing Sales Automation Software for Fortune 500 companies. Subsequently, he worked for First American Insurance as their system and IT manager. In this position he also provided training classes and support for over two hundred of the company's employees. In addition to constructing and maintaining the company's servers and network, Kashif's responsibilities within PriStar include design/engineering of data systems and distribution for properties serviced by PriStar via cable modems, DSL or Ethernet delivery. He also designed and deployed PriStar's first, and one of the industry's first wireless internet systems to service a large, horizontal build-out of condominiums. Kashif's other areas of responsibility and expertise include evaluation and implementation of the latest technologies such as VOIP, WIFI, Fiber, remote monitoring and activations, as well as system security software and hardware.

**Joe Sulock, Project Manager**

Joe, with over fifteen years of installation and design experience, is a second generation installer/contractor. His cable career began at age twelve working with his father. He went on to become a construction manager for Comcast and his responsibilities were inclusive of crew management, deployment, design of cable and data distribution as well as hands-on installation. Joe has been with PriStar for four years and has played a key role in the design and implementation of communications services at many of new Multi Dwelling Units throughout the region. He is proficient at the installation of all levels and tiers of communication inclusive of telephony, data, video and even security systems which ideally fit Broadstar's model of providing bundled services to properties. He has recently completed studies in fiber distribution at the Light Line Institute.

18. C Financial Capability

**PHONE XP Cash Flow Projections -- 3 Years (based on 14,000 new ports)**

1st Year:                      Nov      Dec      Jan      Feb      Mar      Apr      May      Jun      Jul      Aug      Sep      Oct      12 mo Total

Sales Projections:

<b>Customer Additions:</b>	75	125	130	135	140	145	150	160	170	180	190	200	1,800
<b>Total Customers:</b>	75	200	330	465	605	750	900	1,060	1,230	1,410	1,600	1,800	1,800

Income:

<b>Equipment Margin:</b>	\$0	\$2,500	\$2,600	\$2,700	\$2,800	\$2,900	\$3,000	\$3,200	\$3,400	\$3,600	\$3,800	\$4,000	34,500
<b>Residual Revenue:</b>	\$0	\$0	\$2,306	\$3,805	\$5,361	\$6,976	\$8,648	\$10,377	\$12,222	\$14,182	\$16,257	\$18,448	98,582
<b>Total Revenue:</b>	\$0	\$2,500	\$4,906	\$6,505	\$8,161	\$9,876	\$11,648	\$13,577	\$15,622	\$17,782	\$20,057	\$22,448	133,082

Expense:

<b>Corp Overhead:</b>	\$12,000	\$12,000	\$13,500	\$15,000	\$15,000	\$15,000	\$17,000	\$17,000	\$18,000	\$18,000	\$18,000	\$20,000	190,500
<b>EBITDA:</b>	(12,000)	(9,500)	(8,594)	(8,495)	(6,839)	(5,124)	(5,353)	(3,423)	(2,378)	(218)	2,057	2,448	-57,419

2nd Year:

Sales Projections:

<b>Customer Additions:</b>	200	200	220	240	270	300	340	380	425	475	525	550	4,125
<b>Total Customers:</b>	2,000	2,200	2,420	2,660	2,930	3,230	3,570	3,950	4,375	4,850	5,375	5,925	5,925

Income:

<b>Equipment Margin:</b>	\$4,000	\$4,000	\$4,400	\$4,800	\$5,400	\$6,000	\$6,800	\$7,600	\$8,500	\$9,500	\$10,500	\$11,000	82,500
<b>Residual Revenue:</b>	\$20,754	\$23,060	\$25,366	\$27,903	\$30,670	\$33,783	\$37,242	\$41,162	\$45,544	\$50,444	\$55,921	\$61,974	453,821
<b>Total Revenue:</b>	\$24,754	\$27,060	\$29,766	\$32,703	\$36,070	\$39,783	\$44,042	\$48,762	\$54,044	\$59,944	\$66,421	\$72,974	536,321

Expense:

<b>Corp Overhead:</b>	\$20,000	\$22,000	\$22,000	\$25,000	\$25,000	\$25,000	\$27,000	\$27,000	\$27,000	\$30,000	\$30,000	\$30,000	310,000
<b>EBITDA:</b>	4,754	5,060	7,766	7,703	11,070	14,783	17,042	21,762	27,044	29,944	36,421	42,974	226,321

3rd Year:

Sales Projections:

<b>Customer Additions:</b>	600	675	675	675	675	675	675	675	675	675	700	700	8,075
<b>Total Customers:</b>	6,525	7,200	7,875	8,550	9,225	9,900	10,575	11,250	11,925	12,600	13,300	14,000	14,000

Income:

<b>Equipment Margin:</b>	\$12,000	\$13,500	\$13,500	\$13,500	\$13,500	\$13,500	\$13,500	\$13,500	\$13,500	\$13,500	\$14,000	\$14,000	161,500
<b>Residual Revenue:</b>	\$68,315	\$75,233	\$83,016	\$90,799	\$98,582	\$106,364	\$114,147	\$121,930	\$129,713	\$137,495	\$145,278	\$153,349	1,324,221
<b>Total Revenue:</b>	\$80,315	\$88,733	\$96,516	\$104,299	\$112,082	\$119,864	\$127,647	\$135,430	\$143,213	\$150,995	\$159,278	\$167,349	1,485,721

Expense:

<b>Corp Overhead:</b>	\$33,000	\$33,000	\$36,000	\$36,000	\$40,000	\$40,000	\$40,000	\$42,000	\$42,000	\$42,000	\$45,000	\$45,000	474,000
<b>EBITDA:</b>	47,315	55,733	60,516	68,299	72,082	79,864	87,647	93,430	101,213	108,995	114,278	122,349	1,011,721



# MILL CREEK

— *Resort & Country Club* —

## AFFIDAVIT

Phone XP is a startup venture and I, J. Warren Hughes, am a principal manager of Phone XP and owner of Mill Creek Golf Club of Franklin, Inc. and the financial statement for Mill Creek is enclosed.

A handwritten signature in cursive script, appearing to read "J. Warren Hughes", written over a horizontal line.

J. Warren Hughes

## MILL CREEK CONSOLIDATED

Balance Sheet  
August 31, 2006

## ASSETS

## Current Assets

Petty Cash- Glf/Crs	\$	300.00	
Petty Cash- Pro Shop		300.00	
Petty Cash- C/House		389.17	
Clubhouse Bank		400.00	
Macon Bank		(17,913.25)	
Macon Bank Restaurant		1,487.73	
Macon Bank		28,017.76	
Accounts Receivable		225.00	
Willow View Property		(366.48)	
Prepaid Prop.Tax		7,221.85	
Prepaid Group Insurance		1,919.27	
Prepaid Liability Insurance		1,657.33	
Prepaid - Parts		2,000.00	
Prepaid - Cart Lease		2,815.20	
Inventory Pro Shop		24,123.96	
Inventory Supplies-CH-Liquor		1,697.24	
Inventory Beer & Wine/Clubhouse		1,410.93	
Inventory-Food Clubhouse		5,040.00	
Land Improvements		486.00	
Land Improvements		12,775.00	
Deposit - The Hill		(150,000.00)	
Land- The Hill		138,957.50	
Office-Computer/Software/Equip		(1,790.00)	
Treasury Stock		1,000,000.00	
Total Current Assets			1,061,154.21

## Property and Equipment

Land- Golf Course		831,603.00	
Buildings Rental 13 Units		466,450.99	
Parking Lot/Clubhouse		62,249.00	
Land- Golf Course		2,600.00	
Building- New Clubhouse		391,885.50	
Building- Golf Barn		6,450.00	
Golf- Match/Equip		349,430.63	
Golf- Carts		66,531.84	
Clubhouse- Equip.		41,514.74	
Clubhouse Furnishings		26,404.39	
Clubhouse Restauraunt		57,885.90	
Golf - Tennis Courts		56,625.00	
Office Equipment-Pro Shop		629.59	
Office Equipment		28,597.52	
Furn & Fix Pro Shop		3,402.83	
Furniture & Fixtures-Clubhouse		3,882.06	
Furn & Fixtures #1		2,885.17	
Furn & Fix #11		1,121.25	
Rentals Laundry Eqp.		3,538.00	
Furniture & Fixtures - Villa #		4,547.57	
Signage		2,093.42	
Computer Software		12,478.65	
Computer Software		18,637.39	
Allow for Depreciation		(1,450,751.00)	
Total Property and Equipment			990,693.44

## Other Assets

Def. Loan Fees-Golf		9,775.00	
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Unaudited - For Management Purposes Only

## MILL CREEK CONSOLIDATED

Balance Sheet  
August 31, 2006

De/Loan Cost- G/Course	15,670.00	
Accum. Amortz - G/Course	(13,208.00)	
Accum. Amort. - Rental	(3,015.00)	
Accum. Amortization Software	(3,262.00)	
Suspense	(335.27)	
Total Other Assets		5,624.73
Total Assets	\$	2,057,472.38

## LIABILITIES AND CAPITAL

Current Liabilities		
Accts Payable /Hughes	\$	4,998.50
Sales Tax Payable		3,218.50
Sales Tax - Food		2,255.26
State WII Tax Payable		1,164.00
NC Unempl Tax Payable		280.39
Fed. Unemp. Tax Payable		630.20
Rental Security Deposits		10,950.00
Clubhouse Deposits		750.00
Deferred Trail Dues		16,742.06
Deferred Golf Club Fee		57,186.17
Deferred Pro Shop Sales		6,662.79
Total Current Liabilities		104,837.87
Long-Term Liabilities		
Mortgage Macon Bank - GC		1,024,249.75
Total Long-Term Liabilities		1,024,249.75
Total Liabilities		1,129,087.62
Capital		
Capital Stock		1,000.00
Paid In Capital		99,000.00
AAA REG. 1.312-10 Spin Off Adj		(9,198.00)
Retained Earnings		685,979.28
Net Income		151,603.48
Total Capital		928,384.76
Total Liabilities & Capital	\$	2,057,472.38

Unaudited - For Management Purposes Only



MILL CREEK CONSOLIDATED  
Income Statement  
For the Eight Months Ending August 31, 2006

	Current Month This Year	Current Month Last Year	Year to Date This Year	Year to Date Last Year
Revenues				
Pro Shop Sales	\$ 5,932.32	\$ 3,694.51	\$ 25,584.13	\$ 23,290.79
Alcohol Sales	461.00	570.51	3,658.53	4,585.14
Beer and Wine Sales	1,230.13	1,228.38	7,373.55	9,037.36
Food & Non Alch. Sales	10,960.42	8,825.87	65,058.12	71,405.10
Gain/Loss Sale Asset	0.00	0.00	120,520.25	3,913.00
Membership Fees	9,531.03	11,048.54	74,617.93	88,462.91
Green Fees	47,679.78	37,199.55	222,184.69	179,334.74
Trail Fees	2,790.35	3,118.06	21,352.42	24,825.02
Cart Rental Income	25,566.94	19,867.69	127,911.73	95,494.64
Golf Rental	1,000.00	1,000.00	8,000.00	8,000.00
Initiation Fees	0.00	0.00	2,500.00	1,500.00
Clubhouse Rental Fees	0.00	0.00	0.00	0.00
Condo Rentals	21,617.51	26,315.54	58,177.18	98,033.21
Vending Income	749.80	526.25	4,147.78	3,908.00
Vending Income	0.00	0.00	0.00	0.00
Vending Income	0.00	0.00	0.00	0.00
Vending Income	0.00	0.00	0.00	0.00
Vending Income	0.00	0.00	0.00	0.00
Vending Income	0.00	0.00	0.00	0.00
Vending Income	0.00	0.00	0.00	0.00
Refunds/Discounts	21.41	12.96	300.73	113.45
Misc. Income-G.C.	336.94	312.61	3,576.47	8,551.94
Misc. Income - P.Shop	0.00	0.00	0.00	0.00
Misc. Income - Pro-Shop	0.00	95.40	0.00	482.51
Misc. Income-Clubhouse	1,513.62	1,156.86	6,282.61	7,122.88
Misc. Income - Condo Rentals	236.50	357.00	9,010.99	2,236.32
Interest Income - G.C.	102.65	37.42	8,648.48	60.65
Total Revenues	129,730.40	115,367.15	768,905.59	630,357.66
Cost of Sales				
Cost of Sales/Pro Shop	3,749.03	2,590.53	15,642.09	17,369.39
Cost of Sales - Liquor	(214.58)	(9.13)	1,247.38	2,280.10
Cost of Sales - Beer & Wine	533.37	(62.39)	2,518.64	3,107.31
Cost of Sales - Food	4,802.41	3,121.98	24,771.03	29,506.64
COS - Closing Costs	0.00	0.00	2,180.00	0.00
C.O.S. Vending Machine	283.36	297.49	1,585.36	2,174.27
Cost of Sales-Villa	0.00	0.00	0.00	0.00
CH-Food/Bev. Purchases	0.00	0.00	0.00	0.00
CH - Beer & Wine Purchases	0.00	0.00	0.00	0.00
C/II Liquor Purchases	0.00	0.00	0.00	0.00
Total Cost of Sales	9,153.59	5,938.48	47,944.50	54,437.71
Gross Profit	120,576.81	109,428.67	720,961.09	575,919.95
Expenses				
Utility-Electric - C.R.	0.00	0.00	0.00	0.00
P/R Officer/Mgr	3,384.62	4,000.00	27,846.23	33,987.50
P/R Officer/Mgr./ Pro Shop	0.00	0.00	0.00	0.00
Labor Operations-G.C.	11,444.27	8,063.61	64,315.74	52,932.63
Labor Operations - P.Shop	4,003.57	3,765.09	33,769.67	31,420.26
Labor Operations-Clubhouse	3,664.67	3,733.14	32,146.95	37,687.35
Labor Operations-Clubhouse	0.00	0.00	0.00	0.00
Labor Operations - C. Rentals	3,841.57	4,214.96	22,040.73	33,940.25

For Management Purposes Only

MILL CREEK CONSOLIDATED  
Income Statement  
For the Eight Months Ending August 31, 2006

	Current Month This Year	Current Month Last Year	Year to Date This Year	Year to Date Last Year
Depreciation	0.00	0.00	0.00	0.00
Payroll Tax Expense	0.00	0.00	0.00	0.00
Payroll Tax - G.C.	1,588.91	1,185.07	11,887.03	10,117.67
Payroll Tax - P. Shop	437.65	938.00	3,881.06	4,265.34
Payroll Tax - Clubhouse	261.54	285.31	2,216.78	3,201.88
Payroll Tax - C. Rentals	1,375.43	524.94	4,702.17	4,277.28
Group Insurance-G.C.	(367.04)	1,004.55	4,816.14	8,630.07
Group Insurance-Pro-Shop	830.85	0.00	2,858.93	2,490.22
Group Insurance Rest	864.92	0.00	864.92	0.00
Group Insurance-C. Rentals	817.20	610.34	5,131.58	5,386.30
Workman Comp-G.C.	(350.00)	0.00	5,370.00	8,525.00
Workman's Comp-P. Shop	0.00	0.00	0.00	0.00
Workman's Comp-C. Rentals	0.00	0.00	0.00	0.00
Laundry/Uniforms GC	0.00	0.00	0.00	0.00
Laundry/Uniforms Pro Shop	0.00	0.00	0.00	0.00
Laundry/Uniforms Pro Shop	0.00	0.00	0.00	0.00
Laundry/Uniforms Clubhouse	0.00	0.00	0.00	0.00
Laundry/Uniforms - Rental	0.00	0.00	0.00	0.00
Contract Labor	974.12	2,191.00	4,353.16	12,825.75
Contract Labor - Clubhouse	44.01	105.85	107.76	1,634.06
Travel Expense	0.00	0.00	0.00	0.00
Travel Expense	0.00	0.00	0.00	0.00
Travel Expense-GC	332.52	28.00	2,082.52	2,171.59
Travel - Pro Shop	0.00	0.00	283.41	0.00
Travel Expense-Clubhouse	0.00	0.00	0.00	0.00
Travel Expense-C. Rentals	0.00	0.00	0.00	0.00
Travel - IRS Meals GC	0.00	0.00	0.00	0.00
Travel - IRS Meals	0.00	0.00	0.00	0.00
Travel - IRS Meals	0.00	0.00	56.32	0.00
Travel - IRS Meals-Rental	0.00	0.00	0.00	0.00
Travel Expense-Clubhouse	0.00	0.00	0.00	0.00
Advertising-GC	361.26	729.33	3,006.11	5,295.61
Advertising-P. Shop	154.19	264.61	243.63	314.01
Advertising-Clubhouse	436.00	470.50	6,217.40	8,553.08
Cart Lease	0.00	0.00	0.00	0.00
Advertising-C. Rentals	2,545.86	2,125.95	12,373.81	14,112.13
Automotive-Restaurant	0.00	0.00	0.00	0.00
Automotive	34.57	52.38	34.57	91.38
Bad Debt	0.00	0.00	0.00	0.00
Cart Lease	2,815.20	2,815.20	25,336.80	19,706.40
Newsletters	0.00	0.00	0.00	0.00
Newsletters-Rental	250.38	0.00	250.38	0.00
Printing	0.00	0.00	0.00	0.00
Printing-GC	0.00	0.00	0.00	0.00
Printing-C. House	0.00	0.00	0.00	0.00
Printing-C. Rental	0.00	0.00	0.00	0.00
Obsolete Inventory	0.00	0.00	0.00	0.00
Management Fees	0.00	0.00	(325.00)	0.00
Office Expense- Sales	0.00	0.00	0.00	0.00
Office Expense-GC	322.59	168.17	1,803.34	1,918.60
Office Expense - Pro Shop	0.00	0.00	0.00	0.00
Office Expense-Clubhouse	0.00	0.00	0.00	0.00
Office Expense-Clubhouse	0.00	0.00	0.00	0.00
Office Expense-C. Rental	0.00	52.50	0.00	77.50
Office Expense	0.00	0.00	0.00	0.00
Office Supplies-Sales	0.00	0.00	0.00	0.00
Office Supplies-GC	90.94	0.00	603.16	0.00
Office Supplies-P. Shop	320.91	0.00	662.03	847.03

For Management Purposes Only

MILL CREEK CONSOLIDATED  
Income Statement  
For the Eight Months Ending August 31, 2006

	Current Month This Year	Current Month Last Year	Year to Date This Year	Year to Date Last Year
Office Supplies	0.00	0.00	0.00	0.00
Entertainment Clubhouse	150.00	0.00	1,000.00	1,636.75
Postage-Sales	0.00	0.00	0.00	0.00
Postage-G.C.	687.75	309.22	3,408.23	2,586.97
Postage-Pro Shop	0.00	16.70	0.00	22.07
Postage-Restaurant	0.00	0.00	9.51	12.00
Printing-CH	0.00	0.00	0.00	0.00
Postage-C. Rentals	0.00	0.00	51.24	1,151.99
Office Expense-Clubhouse	0.00	0.00	0.00	35.16
Telephone-Sales	0.00	0.00	0.00	0.00
Telephone-G.C.	593.87	578.03	4,282.43	5,105.08
Telephone-P. Shop	135.00	130.00	1,050.00	1,073.00
Cable	0.00	0.00	0.00	0.00
Telephone-C. Rentals	285.03	353.22	2,390.75	2,982.63
Telephone - Restaurant	56.26	58.63	449.22	724.29
Cable TV-GC	159.90	79.95	990.31	159.90
Cable TV- P Shop	0.00	0.00	0.00	0.00
Cable	0.00	0.00	0.00	0.00
Cable T.V. - Clubhouse	0.00	0.00	0.00	0.00
Cable T.V.-IC. Rentals	0.00	371.84	105.81	3,353.34
Prof/Fees-Acct.	0.00	1,950.00	4,032.00	2,700.00
Professional Fees-Clubhouse	0.00	0.00	0.00	0.00
Architectural-GC	0.00	0.00	0.00	0.00
Bank Charges-G. C.	0.00	0.00	0.00	0.00
Bank Charges-C. Rentals	1,822.97	1,276.72	6,938.06	6,241.36
Bank Charges - Restaurant	151.94	72.14	729.47	476.63
Insurance General-G.C.	966.33	2,175.50	8,153.67	15,135.09
Insurance General	0.00	0.00	0.00	800.00
Insurance General CR	0.00	0.00	(165.00)	0.00
Insurance General-P. Shop	150.00	0.00	1,200.00	0.00
Insurance General-Carts	0.00	0.00	0.00	0.00
Insurance General-C. House	400.00	0.00	3,200.00	(3,200.00)
Insurance General-C. Rentals	150.00	0.00	1,182.50	2,000.00
Insurance-Work.Comp.	250.00	900.00	3,600.00	9,433.30
Insurance W/Comp - C.H.	0.00	0.00	0.00	0.00
Insurance W/Comp - C.R.	100.00	0.00	800.00	200.00
Taxes-Corporate	36.40	0.00	1,553.40	3,500.00
Personal Property Tax	0.00	0.00	300.00	0.00
Property Tax-Restaurant	(2,100.00)	0.00	0.00	0.00
Property Tax-G. Course	628.99	1,121.46	3,388.99	7,071.46
Property Tax-Carts	(200.00)	0.00	200.00	0.00
Property Tax-C. House	0.00	200.00	0.00	1,600.00
Property Tax-C. Rentals	1,727.21	400.00	2,315.32	3,227.39
Closing Costs	0.00	0.00	0.00	0.00
Commission Expense	0.00	0.00	2,980.00	0.00
Licenses/Fees/G. Course	200.00	97.00	280.00	97.00
Licenses/Fees-C. House	0.00	0.00	1,350.00	1,350.00
Computer Expense	100.59	40.59	1,451.68	1,340.14
Computer Expense-Pro Shop	0.00	0.00	0.00	0.00
Commission Expense	0.00	0.00	0.00	0.00
Donations	0.00	3,857.23	0.00	3,541.63
Dues & Subscriptions-GC	0.00	0.00	515.00	1,750.00
Dues & Subscriptions-P. Shop	0.00	0.00	24.50	0.00
Dues & Subscriptions-C. Rental	269.64	242.75	533.63	560.04
Contributions-GC	0.00	0.00	0.00	0.00
Prizes & Awards	0.00	0.00	0.00	(1,612.50)
Prizes & Awards-P. Shop	0.00	0.00	0.00	122.52
Utility-Electric - G.C.	1,144.75	734.96	10,212.31	7,914.45

For Management Purposes Only

MILL CREEK CONSOLIDATED  
Income Statement  
For the Eight Months Ending August 31, 2006

	Current Month This Year	Current Month Last Year	Year to Date This Year	Year to Date Last Year
Utility-Electric -P. Shop	0.00	0.00	0.00	0.00
Utility-Electric -P. Shop	0.00	20.65	60.10	157.08
Utility-Electric - Carts	15.35	0.00	79.85	43.32
Utility-Electric - C. House	645.72	540.05	3,463.43	4,240.12
Utility-Electric - C.R.	0.00	0.00	0.00	0.00
Utility -Electric- C.R.	560.89	732.74	4,528.90	6,705.79
Utility-Water/Sewer - S.Office	110.96	0.00	110.96	253.42
Utility-Water/Sewer - Cart	0.00	0.00	0.00	170.67
Utility-Water/Sewer - G.C.	100.88	157.46	1,587.65	1,079.35
Utility-Water/Sewer - P. Shop	0.00	0.00	0.00	27.79
Utility-Water/Sewer - C.House	136.57	68.96	966.81	810.18
Utility-Water/Sewer-C. House	0.00	0.00	0.00	0.00
Utility-Water/Sewer-C. Rentals	282.23	260.12	817.95	1,970.42
Utility-Trash/Garbage	135.33	0.00	980.72	718.62
Trash Clubhouse	285.00	0.00	1,370.00	750.00
Trash-Clubhouse	0.00	0.00	0.00	0.00
Trash - Clubhouse	135.33	119.67	934.95	838.29
Hospitality Suplies/GC	79.69	116.20	79.69	386.20
Hospitality Supplies-	0.00	0.00	0.00	0.00
Hospitality Supplies - CII	0.00	0.00	0.00	0.00
Hospitality Supplies/C. Rental	99.50	253.20	407.37	801.20
Supplies-Clubhouse-Food & Liqu	0.00	0.00	0.00	0.00
Supplies-Cleaning-Sales	0.00	0.00	0.00	0.00
Hospitality Supplies-PS	0.00	0.00	0.00	0.00
Cleaning Supplies-Clubhouse	0.00	0.00	0.00	0.00
Supplies-Cleaning-C. Rental	0.00	0.00	61.10	0.00
Supplies-Other-Sales	0.00	0.00	16.09	0.00
Supplies-Other-G.C.	354.75	453.76	5,325.91	4,368.44
Supplies-Other-P. Shop	0.00	0.00	0.00	0.00
Supplies-Other-C. Rental	0.00	0.00	0.00	0.00
Supplies-Other-C. House	1,305.16	367.27	4,973.76	1,771.72
Supplies-Other-C. Rental	324.36	1,668.89	2,425.05	3,832.62
Supplies - Other - Tennis	0.00	0.00	0.00	0.00
Gas/Oil Equipment/GC	836.51	1,253.67	9,817.40	8,480.08
Gas/Oil Equipment/Carts	753.15	623.42	6,015.69	2,968.83
Gas/Propane	0.00	0.00	0.00	0.00
Gas/Oil Equipment/C. House	809.13	220.47	3,729.10	3,190.83
Gas/Oil Equipment/C.Rental	0.00	0.00	0.00	0.00
Equipment Rental-Sales	0.00	0.00	0.00	0.00
Equipment Rental-GC	0.00	0.00	0.00	0.00
Equipment Rental-Clubhouse	258.28	559.62	1,884.94	2,250.27
M & R Grounds/Clubhouse	0.00	0.00	0.00	0.00
M & R Grounds-Sales	0.00	0.00	0.00	0.00
M & R Grounds-GC	830.35	(1,209.55)	167.95	(3,704.38)
Equipment Rental - Clubhouse	0.00	0.00	0.00	0.00
Equipment Rental-Golf Course	0.00	0.00	0.00	0.00
M & R - Grounds	0.00	350.00	278.24	766.95
M & R - Grounds-C.Rental	0.00	213.97	1,199.07	799.03
M & Repair-Building-Sales	0.00	0.00	0.00	34.40
M & R - Building-GC	0.00	130.00	593.13	560.93
M & R - Building-P.Shop	0.00	0.00	-1.98	0.00
M & R -Building-C. House	0.00	20.97	0.00	68.81
M & R - Building-Sales	0.00	0.00	0.00	0.00
M & R - Building - C. Rentals	190.86	156.11	4,850.54	6,644.23
Maintenance- Equipment	1,461.18	0.00	1,892.55	0.00
M & R - Equipment - G.C.	1,246.61	3,133.73	13,936.58	12,257.04
M & R Equipment--P.Shop	0.00	0.00	6.99	0.00
M & R Equipment-Carts	710.37	0.00	4,167.97	1,633.78

For Management Purposes Only

MILL CREEK CONSOLIDATED  
Income Statement  
For the Eight Months Ending August 31, 2006

	Current Month This Year	Current Month Last Year	Year to Date This Year	Year to Date Last Year
M & R Equipment-C.House	0.00	408.92	999.89	2,358.20
M & R Equipment-C. Rentals	168.52	500.55	418.91	987.40
M & R Irrigation-Sales	0.00	0.00	0.00	0.00
M & R Irrigation-GC	35.31	153.94	772.47	1,829.52
M & R Irrigation-GC	0.00	0.00	0.00	0.00
Maintenance & Repairs - Carts	0.00	0.00	0.00	0.00
Maintenance & Repairs-C.H.	0.00	0.00	0.00	258.08
M & R Irrigation-C.Rentals	0.00	0.00	0.00	0.00
Chemicals/Fertilzr-G.C.	3,216.74	2,299.29	23,171.84	32,364.33
Activities Expense-P.Shop	0.00	0.00	0.00	0.00
Seed/Sod G.Course	0.00	0.00	4,997.20	3,806.39
Sand & Gravel-G.Course	2,737.56	0.00	4,984.16	4,445.01
Obsolete Inventory	0.00	2,000.00	150.00	2,000.00
Misc. Expense-GC	1.52	59.49	663.81	332.81
Misc. Expense-P.Shop	460.60	80.79	1,097.49	453.98
Misc.Expense-Clubhouse	0.00	215.45	518.03	636.55
Misc. Expense-C.Rental	3,044.23	469.69	3,504.25	1,259.20
Interest-G.C.	7,642.59	6,801.65	59,736.78	51,497.53
Interest-C. Rentals	0.00	3,878.13	0.00	28,615.23
Depreciation-G.C.	4,600.00	5,600.00	33,350.00	44,800.00
Depreciation-P. Shop	150.00	200.00	1,350.00	1,600.00
Depreciation-Carts	200.00	500.00	1,600.00	4,000.00
Depreciation Clubhouse	0.00	0.00	0.00	0.00
Depreciation-C. House	800.00	1,200.00	6,400.00	9,600.00
Depreciation-C. Rentals	150.00	2,000.00	1,457.00	16,000.00
Amortization-G.C.	0.00	0.00	0.00	150.00
Amortization-G.C.Rentals	0.00	100.00	0.00	800.00
Moving Expense	0.00	0.00	0.00	0.00
<b>Total Expenses</b>	<b>83,222.60</b>	<b>88,973.72</b>	<b>569,357.61</b>	<b>660,503.84</b>
<b>Net Income</b>	<b>\$ 37,354.21</b>	<b>\$ 20,454.95</b>	<b>\$ 151,603.48</b>	<b>\$ (84,583.89)</b>

For Management Purposes Only

Phone XP, LLC

Florida Tariff No. 1  
Original Sheet 1

TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by Broadstar Communications, LLC, with principal offices at 1809 N. Black Horse Pike, Williamstown, NJ 08094. This tariff is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

Issued:

Effective:

By: John Godsey, Member  
1809 N. Black Horse Pike  
Williamstown, NJ 08094

CHECK SHEET

The sheets listed below, which are inclusive of this tariff, are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date of the bottom of this page.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original

Issued:

Effective:

By: John Godsey, Member  
1809 N. Black Horse Pike  
Williamstown, NJ 08094

TABLE OF CONTENTS

Title Sheet.....1  
Check Sheet.....2  
Table of Contents.....3  
Symbols Sheet.....4  
Tariff Format Sheets.....5  
Section 1 - Technical Terms and Abbreviations.....6  
Section 2 - Rules and Regulations.....7  
Section 3 - Description of Service.....11  
Section 4 - Rates.....13

Issued:

Effective:

By: John Godsey, Member  
1809 N. Black Horse Pike  
Williamstown, NJ 08094



SYMBOLS SHEET

The following are the only symbols used for the purposes indicated below:

- D** - Delete Or Discontinue
- I** - Change Resulting In An Increase to A Customer's Bill
- M** - Moved From Another Tariff Location
- N** - New
- R** - Change Resulting In A Reduction To A Customer's Bill
- T** - Change in Text Or Regulation But No Change In Rate Or Charge

Issued:

Effective:

By: John Godsey, Member  
1809 N. Black Horse Pike  
Williamstown, NJ 08094

TARIFF FORMAT SHEETS

**A. Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

**B. Sheet Revision Numbers** - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc, the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.

**C. Paragraph Numbering Sequence** - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

2.  
2.1.  
2.1.1.  
2.1.1.A.  
2.1.1.A.1.  
2.1.1.A.1.(a).  
2.1.1.A.1.(a).I.  
2.1.1.A.1.(a).I.(i).  
2.1.1.A.1.(a).I.(i).(1).

**D. Check Sheets** - When a tariff filing is made with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (\*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some pages). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

Issued:

Effective:

By: John Godsey, Member  
1809 N. Black Horse Pike  
Williamstown, NJ 08094

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to the Company's network switching center.

Authorization Code - A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

Company or Carrier - Broadstar Communications, LLC

Customer - the person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the Company's tariff regulations.

Day - From 7:00 AM up to but not including 7:00 PM local time.

Evening - From 7:00 PM up to but not including 7:00 AM local time.

Issued:

Effective:

By: John Godsey, Member  
1809 N. Black Horse Pike  
Williamstown, NJ 08094

SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company.

The Company's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff.

The Company's installs operates, and maintains the communications services provided herein in accordance with the terms and conditions set forth under this tariff. It may act as the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to the Company's network. The customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

2.2 Limitations.

2.2.1 Service is offered subject to the availability of facilities and provisions of this tariff.

The Company's reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control; or when the customer is using service in violation of the law or the provisions of this tariff.

2.2.2 All facilities provided under this tariff are directly controlled by the Company and the customer may not transfer or assign the use of service or facilities, except with the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

2.2.3 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions for service.

2.2.4 Customers reselling or rebilling services must have a Certificate of Public Convenience and Necessity as an interexchange carrier by the Florida Public Service Commission.

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Williamstown, NJ 08094

SECTION 2 - RULES AND REGULATIONS continued

2.3 Liabilities of the Company.

2.3.1 The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.

2.3.2 The Company shall be indemnified and held harmless by the customer against:

(A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.

(B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by the Company.

2.4 Interruption of Service.

2.4.1 Credit allowance for the interruption of service which is not due to The Company's testing or adjusting, negligence or the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the customer's obligation to notify the Company immediately of any service interruption for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any, furnished by the customer and connected to the Company's facilities. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does

2.4.2 not provide access to the Company for such restoration work.

2.4.2 No credit shall be allowed for an interruption of a continuous duration of less than seventy-two hours after the subscriber notifies the Company.

2.4.3 The customer shall be credited for an interruption of more than seventy-two hours as follows:

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SECTION 2 - RULES AND REGULATIONS continued

2.4 Interruptions of Services continued

Credit Formula:

Credit = A/B x C

"A" - outage time in hours

"B" - total hours in month

"C" - total monthly charge for affected facility

2.5 Disconnection of Service by Carrier.

The company (carrier), upon 5 working days written notice to the customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

2.5.1 Non-payment of any sum due to carrier for regulated service for more than thirty days beyond the date of rendition of the bill for such service.

2.5.2 A violation of any regulation governing the service under this tariff.

2.5.3 A violation of any law, rule, or regulation of any government authority having jurisdiction over such service.

2.5.4 The company has given the customer notice and has allowed a reasonable time to comply with any rule, or remedy, and deficiency as stated in Rule 25-4.113, F.A.C., Refusal or Discontinuance of Service by Company.

2.6 Deposits

The Company does not require a deposit from the customer.

2.7 Advance Payments

For customers whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary a new advance payment will be collected for the next month.

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SECTION 2 - RULES AND REGULATIONS continued

2.8 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.9 Billing of Calls

All charges due by the subscriber are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

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SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

3.1.1 When Billing Charges Begin and End For Phone Calls

The customer's long distance usage charge is based on the actual usage of the Company's network. Usage begins when the called party picks up the receiver, (i.e. when 2 way communication, often referred to as "conversation time" is possible). When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to 120 seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when the calling or called party hangs up.

3.1.2 Billing Increments

The minimum call duration for billing purposes is 2 minutes for a connected call and calls beyond 2 minutes are billed in 1 minute increments.

3.1.3 Per Call Billing Charges

Billing will be rounded up to the nearest penny for each call.

3.1.4 Uncompleted Calls

There shall be no charges for uncompleted calls.

3.2 Calculation of Distance

The Company does not calculate calls based on mileage.

3.3 Minimum Call Completion Rate

A customer can expect a call completion rate [of not less than 90% during peak use periods for all FG D services ("1+" dialing).

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SECTION 3 - DESCRIPTION OF SERVICE continued

3.4 Service Offerings

3.4.1 Long Distance Service

Long Distance Service is offered to residential and business customers. The service permits direct dialed outbound calling at a single per minute rate. Service is provided from presubscribed, dedicated or shared use access lines. Calls are billed in one minute increments. No monthly recurring charges or minimum monthly billing requirements apply.

3.4.2 Individual Case Basis

I

Arrangements will be developed on a case-by-case basis in response to a bonafide request from a Customer or prospective Customer to develop a competitive bid for a service offered under this tariff. Rates quoted in response to such competitive requests may be different than those specified for such service in this tariff. Packages offered feature

call-anywhere-in-the-continental-US for a monthly fee of a \$15 minimum to \$45.00 maximum;

monthly fee of \$4.95 minimum, \$15.95 maximum plus per minute rate of \$.039 minimum, \$.089 maximum;

per call fee of \$.039 minimum to \$.099 maximum plus per minute rate of \$.03 minimum to \$.079 maximum.

ICB rates will be offered to the Customer in writing and on a non-discriminatory basis. Specific contracts will be made available to the Commission upon request.

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SECTION 4 - RATES

4.1 **Broadstar Long Distance Service**

Rate per minute - \$0.05 to \$0.09 (depending on contract with MDU).  
Plan is billed in full minute increments.

4.2 **Miscellaneous Charges**

4.2.1 Reconnect Fee - \$8.00

4.3 **Payment of Calls**

4.3.1 **Late Payment Charges**

Interest charges of 1.5% per month will be assessed on all unpaid balances more than thirty days old.

4.3.2 **Return Check Charges**

A return check charge of \$25.00 will be assessed for checks returned for insufficient funds if the face value does not exceed \$50.00, \$30.00 if the face value does exceed \$50.00 but does not exceed \$300.00, \$40.00 if the face value exceeds \$300.00 or 5% of the value of the check, which ever is greater.

4.4 **Restoration of Service**

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who had been disconnected for non-payment.

4.5 **Special Rate for the Handicapped**

4.5.1 **Directory Assistance**

There shall be no charge for up fifty (50) calls per billing cycle from lines or trunks serving individuals with disabilities. The Company shall charge the prevailing tariff rates for every call in excess of fifty (50) within a billing cycle.

4.5.2 **Hearing and Speech Impaired Persons**

Intrastate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

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**SECTION 4 - RATES, Continued**

**4.5 Special Rate for the Handicapped (cont)**

**4.5.3 Telecommunications Relay Service**

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by 50 percent off of the otherwise applicable rate for a voice non-relay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call shall be discounted to 60 percent off of the otherwise applicable rate for a voice non-relay call. The above discounts apply only to time-sensitive elements of a charge for the call and shall not apply to per call charges such as a credit card surcharge.

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TITLE SHEET

FLORIDA TELECOMMUNICATIONS PRICE LIST

This price list contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for alternative local exchange telecommunications services provided by Phone XP, LLC, with principal offices at 1809 N. Black Horse Pike, Williamstown, NJ 08094. This price list applies for services furnished within the state of Florida. This price list is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

Issued:

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By: John Godsey, Member  
1809 N. Black Horse Pike  
Williamstown, NJ 08094

CHECK SHEET

The sheets listed below, which are inclusive of this price list, are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original price list and are currently in effect as of the date of the bottom of this page.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original

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SYMBOLS SHEET

The following are the only symbols used for the purposes indicated below:

- D - Delete or Discontinue
  - I - Change Resulting In an Increase to A Customer's Bill
  - M - Moved From Another Price List Location
  - N - New
  - R - Change Resulting In A Reduction To A Customer's Bill
  - T - Change in Text or Regulation But No Change In Rate or Charge
- 
- A. **Check Sheets** - when a price list filing is made with the FPSC, an updated check sheet accompanies the price list filing.
  - B. **Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the price list. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1. Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

**Access Line** - An arrangement which connects the customer's location to the Company's network switching center.

**Authorization Code** - A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

**Company or Carrier** - Phone XP, LLC

**Customer** - the person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the Company's price list regulations.

**Exchange** - the entire telephone plant and facilities used in providing telephone service to subscribers located in an exchange area.

**Intra-LATA Toll Messages** - Those toll messages which originate and terminate within the same LATA.

**Message** - A completed call.

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company.

The Company's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this price list.

The Company's installs operates, and maintains the communications services provided herein in accordance with the terms and conditions set forth under this price list. It may act as the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to the Company's network. The customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

2.2 Limitations.

**2.2.1** Service is offered subject to the availability of facilities and provisions of this price list.

The Company's reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control: or when the customer is using service in violation of the law or the provisions of this price list.

**2.2.2** All facilities provided under this price list are directly controlled by the Company and the customer may not transfer or assign the use of service or facilities, except with the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

**2.2.3** Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this price list shall apply to all such permitted assignees or transferees, as well as all conditions for service.

**2.2.4** Customers reselling or rebilling services must have a Certificate of Public Convenience and Necessity as an interexchange carrier by the Florida Public Service Commission.

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1809 N. Black Horse Pike  
Williamstown, NJ 08094

SECTION 2 - RULES AND REGULATIONS (Cont'd)

2.3 Liabilities of the Company.

- 2.3.1 The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the trans-mission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.
- 2.3.2 The Company shall be indemnified and held harmless by the customer against:
- (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.
  - (B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by the Company.

2.4 Interruption of Service.

- 2.4.1 Credit allowance for the interruption of service which is not due to The Company's testing or adjusting, negligence or the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the customer's obligation to notify the Company immediately of any service interruption for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any, furnished by the customer and connected to the Company's facilities. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does
- 2.4.2 not provide access to the Company for such restoration work.
- 2.4.2 No credit shall be allowed for an interruption of a continuous duration of less than seventy-two hours after the subscriber notifies the Company.
- 2.4.3 The customer shall be credited for an interruption of more than seventy-two hours as follows:

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Williamstown, NJ 08094

**SECTION 2 - RULES AND REGULATIONS** (Cont'd)

**2.4 Interruptions of Services** (Cont'd)

Credit Formula:

Credit = A/B x C

"A" - outage time in hours

"B" - total hours in month

"C" - total monthly charge for affected facility

**2.5 Disconnection of Service by Carrier.**

The company (carrier), upon 5 working days written notice to the customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

2.5.1 Non-payment of any sum due to carrier for regulated service for more than thirty days beyond the date of rendition of the bill for such service.

2.5.2 A violation of any regulation governing the service under this price list.

2.5.3 A violation of any law, rule, or regulation of any government authority having jurisdiction over such service.

2.5.4 The company has given the customer notice and has allowed a reasonable time to comply with any rule, or remedy, and deficiency as stated in Rule 25-4.113, F.A.C., Refusal or Discontinuance of Service by Company.

**2.6 Deposits**

The Company does not require a deposit from the customer.

**2.7 Advance Payments**

For customers whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary a new advance payment will be collected for the next month.

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Williamstown, NJ 08094

SECTION 2 - RULES AND REGULATIONS (Cont'd)

**2.8 Taxes**

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

**2.9 Billing of Calls**

All charges due by the subscriber are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

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Williamstown, NJ 08094

SECTION 3 - DESCRIPTION OF SERVICE

3.4 Service Offerings

3.4.1 Local Exchange Service: The Company's Local Telephone Service provides a Customer with the ability to connect to the Company's switching network which enables the Customer to:

- (a) place or receive calls to any calling Station in the local calling area, as defined herein;
- (b) access enhanced 911 Emergency Service where available;
- (c) access the interexchange carrier selected by the Customer for interLATA, intraLATA, interstate or international calling;
- (d) access Operator Services;
- (e) access Directory Assistance;
- (f) place or receive calls to 800 telephone numbers;
- (g) access Telecommunications Relay Service. The Company's service will automatically block originating calls to other telephone companies caller-paid information services (e.g. 900, 976) at no charge. Calls to those numbers and other numbers used for caller-paid information services will be unblocked on a per directory number basis only.
- (h) a flat rate for unlimited calling.

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Williamstown, NJ 08094

SECTION 4 - RATES

4. Rates

4.1 **Local Line:** Local Line provides the Customer with a single, voice-grade communications channel. Each Local Line will include a telephone number. Local Line Service is available in the following offerings:

(a) **Basic Service:** Each Basic Local Line service includes the following standard features at no additional charge:

One Directory Listing (per Customer location)  
Presubscription  
Serial Hunting  
Touch Tone

(b) **Premium:** A Local Line Customer may order, in addition to the Local Line Service, a Premium Package which includes

Account Codes (Variable or Non)  
Anonymous Call Rejection  
Automatic Call Return\*69  
Automatic Redial  
Call Forward Busy Line - Feature Button  
Call Forward Don't Answer - Feature Button  
Call Forwarding - Variable Remote Access  
Call Forwarding Don't Answer - All Calls  
Call Forwarding -Variable  
Call Forwarding Variable - Feature Button  
Call Hold  
Call Privacy  
Call Trace  
Call Waiting  
Call Waiting Plus  
Caller ID (Incoming/Outgoing)  
Caller ID PLUS NAME  
Personal Toll Free 800 Number  
Speed Dialing  
Three Way Calling

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**SECTION 4 - RATES****4. Rates****4.1 Local Line** (Cont'd)

- (c) Plus: A Local Line Customer may order, in addition to the Local Line Service, a Plus Package which includes

Automatic Redial  
 Caller ID  
 Call Waiting  
 3-Way Calling

- 4.1.1 Local Line Rates and Charges:** A Local Line Customer will be charged applicable Non-Recurring Charges, Monthly Recurring Charges and usage charges as specified below.

**4.1.1.1 Residential Basic Charges**Non-Recurring Charges:

Line Connection Charge (per line) New	\$56.00
Line Connection Charge - Porting from Another carrier	\$25.00
Subsequent Account Changes (Changes, additions per order)	\$25.00
Presubscription Change (Changes, per line)	\$5.00
Re-Activation Fee/Line	\$36.00
Customized Number	\$50.00
Inside Wiring Installation	\$75.00
Returned Check	\$25.00
Trouble Isolation Fee	\$39.95
Late Charges	Great of 1.5% or \$5.00

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**SECTION 4 - RATES****4. Rates****4.1 Local Line (Cont'd)****4.1.1 Local Line Rates and Charges (Cont'd)****4.1.1.1 Residential Basic Charges (Cont'd)**Monthly Recurring Charges

Basic Local Line	\$ 19.95
Published Number Fee	\$ 2.00

**4.1.1.2 Basic Business Lines**

Basic Business Lines provide basic access service and supply a single, voice-grade communications channel for single line telephones, key telephone systems, modems and other devices needing access to the public switched telephone network (PSTN). Basic Business Line Customers will be charged a Non- Recurring Charge (NRC), a Monthly Recurring Charge (MRC) and usage charges as specified below as well as all applicable Federal, State and Local Taxes and Surcharges.

(a) Basic Business Lines include the following standard attributes at no cost:

Touchtone  
One White Pages Directory Listing  
One Yellow Pages Directory Listing  
911 Access  
Caller ID Blocking- Per Call

Blocking Restrictions- Basic Business Lines come standard with all Caller Paid Service, 500 and 900 area codes blocked. The additional blocking options listed below are available upon request for no additional charge. Option group B constitutes the default Blocking Option.

Option A No blocking

Option B Block 976-like, 500, 976, 900 area codes

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SECTION 4 - RATES

4. Rates

4.1 Local Line (Cont'd)

4.1.1 Local Line Rates and Charges (Cont'd)

4.1.1.2 Basic Business Lines (Cont'd)

- (b) Basic Business Line Optional Features: Basic Business Line Customers may order the following Optional Features listed below at the Rates specified in below.

Account Codes (Variable or Non)  
Anonymous Call Rejection  
Automatic Call Return\*69  
Automatic Redial  
Call Forward Busy Line - Feature Button  
Call Forward Don't Answer - Feature Button  
Call Forwarding - Variable Remote Access  
Call Forwarding Don't Answer - All Calls  
Call Forwarding -Variable  
Call Forwarding Variable - Feature Button  
Call Hold  
Call Privacy  
Call Trace  
Call Waiting  
Call Waiting Plus  
Caller ID (Incoming/Outgoing)  
Caller ID PLUS NAME  
Personal Toll Free 800 Number  
Speed Dialing  
Three Way Calling

- (c) Plus: A Local Line Customer may order, in addition to the Local Line Service, a Plus Package which includes

Automatic Redial  
Caller ID  
Call Waiting  
3-Way Calling

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Williamstown, NJ 08094

SECTION 4 - RATES

## 4. Rates

4.1 Local Line (Cont'd)4.1.1 Local Line Rates and Charges (Cont'd)4.1.1.2 Basic Business Lines (Cont'd)

(d) Local Line Rates and Charges: A Local Line Customer will be charged applicable Non-Recurring Charges, Monthly Recurring Charges and usage charges as specified below.

Non-Recurring Charges:

Line Connection Charge (per line) New	\$76.00
Line Connection Charge - Porting from Another carrier	\$35.00
Subsequent Account Changes (Changes, additions per order)	\$35.00
Presubscription Change (Changes, per line)	\$7.00
Re-Activation Fee/Line	\$56.00
Customized Number	\$70.00
Inside Wiring Installation	\$95.00
Returned Check	\$35.00
Trouble Isolation Fee	\$54.95
Late Charges	Great of 1.5% or \$10.00

Monthly Recurring Charges

Basic Local Line	\$26.95
Published Fee	\$ 3.00

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**SECTION 4 - MISCELLANEOUS SERVICES AND RATES**

**4.2 Payment of Calls**

**4.2.1 Late Payment Charges**

Interest charges of 1.5% per month will be assessed on all unpaid balances more than thirty days old.

**4.2.2 Return Check Charges**

A return check charge of \$25.00 will be assessed for checks returned for insufficient funds if the face value does not exceed \$50.00, \$30.00 if the face value does exceed \$50.00 but does not exceed \$300.00, \$40.00 if the face value exceeds \$300.00 or 5% of the value of the check, which ever is greater.

**4.3 Restoration of Service**

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who had been disconnected for non-payment.

**4.4 Special Rate for the Handicapped**

**4.4.1 Directory Assistance**

There shall be no charge for up fifty (50) calls per billing cycle from lines or trunks serving individuals with disabilities. The Company shall charge the prevailing price list rates for every call in excess of fifty (50) within a billing cycle.

**4.4.2 Hearing and Speech Impaired Persons**

Intrastate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

**4.4.3 Telecommunications Relay Service**

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by 50 percent off of the otherwise applicable rate for a voice non-relay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call shall be discounted to 60 percent off of the otherwise applicable rate for a voice non-relay call. The above discounts apply only to time-sensitive elements of a charge for the call and shall not apply to per call charges such as a credit card surcharge.

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Phone XP, LLC

Florida Price List No. 1  
Original Sheet 17

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